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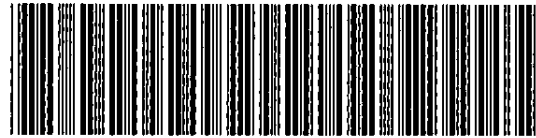
(Business Entity Name)

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

11 JUL 29 PM 3:05

RECEIVED

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11 JUL 29 PM 3:14

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COVER LETTER

FEIN
45-2655157

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Project Nourish INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee &
Certificate of
Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Eula Fogle
Name (Printed or typed)

324 N MLK Blvd 109
Address

Tallahassee FL 32301
City, State & Zip

(850) 519-8901
Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
OF
Project Nourish Inc.
A Florida "Not for Profit" Corporation

FILED
11 JUL 29 PM 3:14
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, acting as incorporator of a corporation under Chapter 617 of Florida Statutes, adopts the following Articles of Incorporation:

Article I.

NAME OF CORPORATION: The name of the corporation is Project Nourish Inc.

Article II.

PRINCIPAL OFFICE: The street and mailing address of the principal office of the corporation is:

324 N. M. L. King Blvd. Tallahassee FL 32301

Article III.

CORPORATION PURPOSE: The purposes for which this corporation is formed are exclusively charitable, educational and consist of the following:

1. This corporation is formed exclusively for charitable and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law."
2. We are a local nonprofit working to provide support, wellness, advocacy and educational services that aim to nourish the minds, bodies and spirits of people with disabilities and those who are low income in Leon, Gadsden, Wakulla and surrounding counties.

To nourish is feed, support and promote the growth of something. We at Project Nourish Inc. are making it our mission to nourish our community on EVERY level.

For the Mind ...

Nothing helps the mind grow more than to gain new knowledge and skills. So, as we grow as an organization, we are going to coordinate workshops to help our community learn about health, wellness and nutrition. We also plan to offer skill building workshops in cooking and gardening if there is enough community interest.

For the Body ...

One of our primary goals at Project Nourish Inc. is to help promote health and wellness through increasing access to good, healthy meals to those who need it most. Now, although we are open to serving all who need it, we are particularly interested providing meals to those with special needs who can't be served by other available programs. We will be working with other non profits, culinary schools and local restaurants to develop a meal distribution and education program that would cater to people who are disabled and or low income between

other non profits, culinary schools and local restaurants to develop a meal distribution and education program that would cater to people who are disabled and or low income between 18 to 59 years of age. Our initial goal is to start a small pilot membership program that will serve around 20 people two to three times a week with healthy, fresh and tasty meals regularly. While we are working to build relationships with local providers to donate meals, we will also be fundrasing to sponsor the program's meal supply through bake sales, food stands, fish fries and catered events. As this program develops, we will have a regular menu and or coupon codes from any of our partners for free meals. Either way, we aim to increase access to quality food for those who need it and bring local providers a regular clientele who will appreciate what they have to offer.

Now, while it is important for our consumer's to keep their stomachs happy in a healthy way, we also want to help them do so for the rest of their bodies. That is why, we will also be working with local trainers and organizations to facilitate access to free or low cost fitness and recreation workshops and training sessions if there is interest.

For the Spirit ...

We also know it is important to a person's health to maintain a sense of peace, happiness and high spirits. To have this, a person must feel, loved, supported and cared for. To help with this, we offer our consumers companion, personal care and advocacy support services. These are services we offer for low to no cost depending on need and situation. While our staff is small and can only cater to a few people, we will do our best to connect people in need with other private local providers who can help. So, whether someone needs help running errands, getting around town, finding resources, or just needs some company, let us know!

3. The Corporation aims to do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or developing of community programs that promote the health and wellness of individuals with disabilities, those with "special needs" and or those who are low income, either directly or indirectly. It does this either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, association, trusts, institution, foundations, or governmental bureaus, departments or agencies.

4. All of the foregoing purposes shall be exercised exclusively charitable and educational purposes in such a manner that the Corporation will qualify as an exempt organization under section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

Article IV.

DURATION/MEMBERSHIP: The period of duration is perpetual. The qualification for members, if any and the manner of their admission shall be regulated by the bylaws.

Article V.

MANNER OF ELECTION: There are to no less than three (3) Directors/officers on the board of the Corporation. The method of selection and or removal of the Board of Directors member/officers and number of members shall be stated and carried out as it is stated in the bylaws.

Article VI.

DIRECTORS/OFFICERS: The list of the board members and officers is as follows:

Gary C. Wright, President, 2729 W. Pensucola St. Tallahassee, FL 32304
Victor Guy, Vice President, 10486 Ashville Rd. Greenville, FL 32331
Ossie Scott, Treasurer, 2016 S. Magnolia Dr. Tallahassee FL 32301

Article VII.

REGISTERED AGENT: The name of the registered agent of the corporation is Eula Fogle. The address of this registered agent is 324 N. M. L. King Blvd. Tallahassee FL 32301

Article VIII.

INCORPORATORS: The name and address of the incorporator is:

Eula Fogle
324 N. M. L. King Blvd.
Tallahassee FL 32301

Article IX.

501(c)(3) LIMITATIONS

- 1. CORPORATEATION PURPOSE:** Notwithstanding any other provision of these articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal and state income tax under section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.
- 2. EXCLUSIVITY:** The Corporation is organized exclusively for charitable and educational purposes.
- 3. NO PRIVATE INUREMENT:** The Corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The Corporation shall not distribute any gains, profits or dividends to the Directors, Officers, or Members thereof, or to any individual, except as reasonable compensation for services actually performed in carrying out the Corporation's charitable and educational purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to charitable and educational purposes no part of which shall inure to the benefit of any individual.
- 4. LOBBYING AND POLITICAL CAMPAIGNS:** No substantial part of the activities of the corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office.
- 5. DISSOLUTION:** Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt under section 501(c)(3) of the Internal Revenue Code of 1986 to be used exclusively for charitable and educational purposes. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the district in which the Corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

6. **"PRIVATE FOUNDATION" PROVISIONS:** In the event this Corporation is considered to be a "Private Foundation" by the U.S. Internal Revenue Service under provisions of the United States Code the following provisions apply:

a.) The Corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

b.) The Corporation will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

c.) The Corporation will not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

d.) The Corporation will not make any investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

e.) The Corporation will not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article X.

INDEMNIFICATION - Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him (or by his heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors of administrators) may be entitled apart from this Article.

EXECUTION

These Articles of Incorporation are hereby executed by the incorporator on this 18th day of September, 2009.

Printed Name of Incorporator:

Date: 7/27/11

Eula Fogle


Signature of Incorporator:

**REGISTERED AGENT'S
ACCEPTANCE OF APPOINTMENT**

I hereby accept my appointment as registered agent for Project Nourish Inc., a Florida not for profit corporation.

Printed Name of Registered Agent:

Date: 7/27/11

Eula Fogle



Signature of Registered Agent:

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TALLAHASSEE FLORIDA